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Kitty Hawk Corporation*

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

WAYMO LLC,

Plaintiff,

v.

UBER TECHNOLOGIES, INC.,
OTTOMOTTO LLC, OTTO TRUCKING
LLC,

Defendants.

CASE NO. 3:17-cv-00939 WHA

**DECLARATION OF SERGE A.
VORONOV IN SUPPORT OF
DEFENDANT OTTO TRUCKING'S
ADMINISTRATIVE MOTION TO FILE
UNDER SEAL PORTIONS OF ITS
MOTION TO COMPEL DEPOSITION
OF LARRY PAGE (ECF NO. 1068)**

I, Serge A. Voronov, declare as follows:

1. I am an attorney licensed to practice in the State of California and am admitted to practice before this Court. I am an associate at the law firm Davis Polk & Wardwell LLP, counsel for non-party Kitty Hawk Corporation ("Kitty Hawk"). I have personal knowledge of the matters set forth in this declaration, and if called as a witness I would testify competently to those matters.

2. I make this declaration pursuant to Civil Local Rule 79-5(e)(1) in support of Defendant Otto Trucking's Administrative Motion to File Under Seal Portions of its Motion to Compel Deposition of Larry Page (Dkt. 1068) (the "Administrative Motion"). The Administrative

1 Motion seeks an order sealing highlighted portions of Otto Trucking's Letter Brief moving to
 2 compel the deposition of Larry Page ("Letter Brief") and its supporting Exhibits 1 through 5.

3 3. Exhibit 1 to the Letter Brief is the transcript from the deposition of Larry Page. The
 4 following portions highlighted in red and yellow in the transcript contain, reference, and/or describe
 5 trade secrets and other confidential and proprietary research, development, commercial, and
 6 business information belonging to Kitty Hawk: 7:22-25, 8:16-17, 28:1, 28:8-30:11, 30:15-31:7,
 7 31:12-32:11, 32:17-33:24, 34:1-35:14, 35:17-24, 36:4-37:5, 62:2, 70:1-19, 117:9-10, 118:23-25,
 8 119:3-9, 119:13-17, 132:9, 132:11-22, 132:25-133:2, 133:4-5, 133:7-11, 133:14-136:15, 137:10-
 9 138:8, 138:18-139:2, 139:9, 139:14, 139:18, 140:2, 140:6, 140:25-141:2. Specifically, the
 10 highlighted portions set forth confidential details regarding corporate ownership, corporate
 11 leadership, business models, prototype development and testing, and employee recruitment efforts.
 12 The public disclosure of this information would give Kitty Hawk's competitors and potential
 13 competitors access to sensitive information that could be used to Kitty Hawk's disadvantage. I am
 14 informed and believe that disclosure would inflict serious and irreparable damage to Kitty Hawk's
 15 business.

16 4. Portions on pp. 2-3 of the Letter Brief highlighted in red contain references to and
 17 excerpts from Kitty Hawk's confidential information described above. They should be sealed for
 18 the same reasons as discussed above.

19 5. Kitty Hawk's request to seal is narrowly tailored to those portions of Exhibit 1 and
 20 the Letter Brief that merit sealing.

21 I declare under penalty of perjury under the laws of the State of California and the United
 22 States that the foregoing is true and correct.

23 Executed this 7th day of August, 2017, in Menlo Park, California.

24
 25
 26 /s/ Serge A. Voronov
 Serge A. Voronov

SIGNATURE ATTESTATION

Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the filing of this document has been obtained from Serge A. Voronov.

/s/ Charles K. Verhoeven

Charles K. Verhoeven